

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

----- X
DONALD F. BENOIT, Derivatively on :
Behalf of MBNA CORP., and on Behalf of :
Himself and All Others Similarly Situated, :
 :
Plaintiff, :
v. :
 :
BRUCE L. HAMMONDS, *et al.*, : Civ. No. 07-CV-561-GMS
 :
Defendants, :
 :
- and- :
 :
BANK OF AMERICA CORPORATION, a :
Delaware Corporation, AS SUCCESSOR :
IN INTEREST TO MBNA CORP., and :
MBNA CORP., a Maryland Corporation, :
 :
Nominal Defendants. :
----- X

MOTION TO DISMISS

Defendants James H. Berick, Mary M. Boies, Benjamin R. Civiletti, William L. Jews, Stuart L. Markowitz, William B. Milstead, Thomas G. Murdough and Laura S. Unger (collectively, the "Outside Directors") hereby move, through their undersigned counsel, to dismiss the Verified Shareholder's Class and Derivative Complaint for reasons more fully set forth in a brief filed herewith.

Of The New York Bar:

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